

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

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BRIARWOOD INVESTMENTS, INC., : Civil Action No. 1:07-cv-08159-LLS  
Individually and On Behalf of All Others :  
Similarly Situated, :  
Plaintiff, :  
vs. :  
CARE INVESTMENT TRUST INC., :  
F. SCOTT KELLMAN, ROBERT O'NEILL :  
and FLINT D. BESECKER, :  
Defendants. :  
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**DECLARATION OF JOEL G. CHEFITZ IN FURTHER SUPPORT OF DEFENDANTS'  
MOTION TO DISMISS PLAINTIFFS' AMENDED CLASS ACTION COMPLAINT**

I, Joel G. Chefitz, declare as follows:

1. I am a member in good standing of the bar of the State of Illinois and have been admitted *pro hac vice* in the Southern District of New York. I am a partner in the law firm of McDermott Will & Emery. I submit this declaration in support of the reply in support of the motion filed by Care Investment Trust Inc., F. Scott Kellman, Robert O'Neill, and Flint D. Besecker to dismiss Plaintiffs' Amended Class Action Complaint.
2. Attached as exhibits 1 through 8 are true and correct copies of the following documents:

Exhibit 1: Joseph Cioffi & Joseph Falcone, *When is a Repurchase Agreement not a Repurchase Agreement?*, Metropolitan Corporate Counsel, March 2008.

Exhibit 2: Excerpts<sup>1</sup> from Form F-1 and exhibit 10.2 thereto, filed with the SEC by AerCap Holdings N.V. on July 10, 2007.

Exhibit 3: Form 8-K, filed with the SEC by Colonial Properties Trust on June 19, 2007.

Exhibit 4: Form 8-K, filed with the SEC by Consumer Portfolio Services, Inc. on February 14, 2007.

Exhibit 5: Form 8-K, filed with the SEC by Care Investment Trust Inc. on January 4, 2008.

Exhibit 6: Form 8-K, filed with the SEC by Care Investment Trust Inc. on July 2, 2008.

Exhibit 7: Speech of Chairman Ben S. Bernanke to the 2007 International Monetary Conference, Cape Town, South Africa, June 5, 2007.

Exhibit 8: Speech of Chairman Ben S. Bernanke at the Federal Reserve Bank of Atlanta Financial Markets Conference, May 13, 2008.

September 10, 2008

Date

CHI99 5025619-1.079947.0014

JG Chefitz

Joel G. Chefitz

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<sup>1</sup> For the convenience of the Court, only the relevant pages from the Form F-1 are attached. The complete document is available at <http://sec.gov/edgar.shtml>.